

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA
FOURTH DIVISION

Steven B. Cummings, et al.,

Court File No. 09-CV-847-RHK/JJK

Plaintiffs,

vs.

Paramount Partners, LP; Crossroad Capital Management, LLC; John W. Lawton; Capital Solutions Management, LP; Capital Solutions Distributors, LLC; Charles T. Thompson; Timothy R. Redpath; and Michael W. Bozora,

Defendants.

Bruce Vanyo, Simona Fusco, Jeff Spetz, Carol Spetz, Lannon B. Tanchum, Tanchum Family Trust, and Ann L. Alton,

Court File No.: 10-cv-00456-RHK/JJK

Plaintiffs,

vs.

ORDER FOR JUDGMENT

Paramount Partners, LP; Crossroad Capital Management, LLC; John W. Lawton; Capital Solutions Management, LP; Capital Solutions Distributors, LLC; Charles T. Thompson; Timothy R. Redpath; and Michael W. Bozora,

Defendants.

Based upon the parties' Stipulation:

IT IS HEREBY ORDERED:

1. Judgment is hereby entered in favor of Plaintiffs and against Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson as follows:
 - a. Each Plaintiff shall have a non-recourse judgment against Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R.

Redpath, Michael W. Bozora and Charles T. Thompson, jointly and severally, in the following judgment amounts (“Judgment”):

PLAINTIFF	JUDGMENT AMOUNT
(1) Steven B. Cummings, an Individual	\$84,262.36
(2) Ellen DeHaven (Peterson) as an Individual and as the beneficial owner and real party in interest of her Individual Retirement Account	\$168,524.72
(3) Joseph Dziedzic, an Individual	\$134,819.78
(4) John Gardiner, an Individual	\$370,754.40
John Gardiner as Custodian for Max A. Gardiner	\$6,740.99
John Gardiner as Custodian for Paige M. Gardiner	\$6,740.99
John Gardiner as Custodian for Jake W. Gardiner	\$6,740.99
(5) David J. Gartner, as an Individual and as the beneficial owner and real party in interest of his Profit Sharing Plan	\$404,459.34
(6) Stephen R. Gulbrandsen, an Individual and as the beneficial owner and real party in interest of his Profit Sharing Plan	\$181,791.72
(7) Gregory T. Hegwood, an Individual	\$67,409.89
(8) Blake Johnson, LLC, A Limited Liability Company	\$67,409.89
(9) Bryant Johnson, an Individual	\$67,409.89
(10) J. Evan Johnson, an Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$155,042.75
(11) Peter Johnson, an Individual	\$67,409.89
(12) R. Thomas Lane, an Individual	\$31,008.55
(13) Elizabeth J. Lane, an Individual and as the beneficial owner and real party in interest of her Individual Retirement Account	\$67,409.89
(14) Craig Mandery, an Individual	\$67,409.89
(15) Mark R. Omlie and JoAnn Omlie, Husband and Wife	\$134,819.78
(16) Gregory V. O’Toole, and Individual and as the beneficial owner and Real party in interest of his Individual Retirement Account	\$135,023.62
(17) Guy M. Peterson, and Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$67,409.89

(18) Jeffrey M. Petrik, and Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$37,075.44
(19) Sally A. Petrik, and Individual and as the beneficial owner and real party in interest of her Individual Retirement Account	\$33,704.94
(20) Douglas M. Polinsky, and Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$67,409.89
(21) Joseph H. Ryan, an Individual	\$0
(22) Sandra M. Ryan, an Individual	\$303,344.50
(23) Robert Spadafora, an Individual	\$84,262.36
(24) Thomas C. Weekly, and Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$152,720.92
(25) Daniel Welch, an Individual	\$92,627.93
(26) Daniel White, and Individual and as the beneficial owner and real party in interest of his Individual Retirement Account	\$303,344.50
(27) John Wilson, an Individual	\$101,114.84
(28) Simona Fusco, an Individual	\$134,819.78
(29) Carol Spetz, an Individual	\$116,734.60
(30) Jeff Spetz, an Individual	\$116,627.53
(31) Lannon B. Tanchum, an Individual and Tanchum Family Trust	\$202,229.67
(32) Ann L. Alton, an Individual	\$67,409.89
(33) Bruce Vanyo, an Individual	\$1,125,595.16
JUDGMENT TOTAL	\$5,231,621.22

2. This Judgment is subject to the terms, conditions and limitations of the Confidential Settlement Agreement and Releases and the Miller-Shugart Agreement and Stipulation for Entry of Judgment entered into between Plaintiffs and Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, which are incorporated by reference in this Order for Judgment as if fully set forth herein, including but not limited to the following terms relating to the Judgment:
 - a. The Judgment entered against Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, jointly and severally, is a non-recourse Judgment that shall

only be executable against or collectible from the Catlin Policies or Catlin, or as provided in the Confidential Settlement Agreement and Releases and the Miller-Shugart Agreement from Tri-City Brokerage, and shall not be executable or collectible from any assets, real or personal, tangible or intangible, that are now owned, or that may be owned at anytime in the future by Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, or those of their heirs, next of kin, successors, assigns, officers, directors, agents, representatives, or affiliates (“Assets”). Plaintiffs may take any legal action against Catlin or Tri-City Brokerage which may be necessary to satisfy this Judgment, but shall not collect or execute on any Assets of the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, or those of their heirs, next of kin, successors, assigns, officers, directors, agents, representatives, or affiliates, except for the assets represented by the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson’s rights, if any, to defense and/or indemnity and/or other right under the Catlin Policies, as described herein, or for any assets represented by Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson’s rights or claims, if any, against Tri-City Brokerage as provided in the Confidential Settlement Agreement and Releases and the Miller-Shugart Agreement;

- b. That Plaintiffs shall not take any action at any time to enforce any claim, including the Judgment, against any Assets of the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, their heirs, next of kin, successors, assigns, officers, directors, agents, representatives or affiliates, except for the assets represented by the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson’s rights, if any, to defense and/or indemnity or other right under the Catlin Policies, or for any assets represented by the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson’s rights or claims, if any, against Tri-City Brokerage as provided in the Confidential Settlement Agreement and Releases and the Miller-Shugart Agreement. This expressly includes any claims relating to Plaintiffs’ limited partnership investments in Paramount, whether known or unknown;
- c. The Judgment may not be satisfied by attachment of, nor shall it become a lien upon, any of the Assets owned by Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, their heirs, next of kin, successors, assigns, officers, directors, agents, representatives or affiliates except for the assets represented by the Settling Defendants’ rights, if any, to defense and/or indemnity or other right under the Catlin Policies, or for any assets represented by the Settling Defendants’ rights or claims, if any, against Tri-City Brokerage as provided in the Master Settlement Agreement;

- d. Plaintiffs agree to release and subordinate and do hereby release and subordinate any past, present, or future claim or putative lien entered against any of the Assets owned by Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson, their heirs, next of kin, successors, assigns, officers, directors, agents, representatives or affiliates due to the entry of the Judgment, except for the assets represented by the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson's rights, if any, to defense and/or indemnity and/or other right under the Catlin Policies, or for any assets represented by the Defendants Capital Solutions Management, L.P., Capital Solutions Distributors, LLC, Timothy R. Redpath, Michael W. Bozora and Charles T. Thompson's rights or claims, if any, against Tri-City Brokerage as provided in the Confidential Settlement Agreement and Releases and the Miller-Shugart Agreement.

Dated: November 8, 2011

s/Richard H. Kyle
RICHARD H. KYLE, JUDGE
United States District Court